General Bylaw 1

(j) “Voting Membership” means individuals who:

(i) Are paid employees or have obtained staff status with the newspaper as defined in section three (3) of the Constitution; or, (ii) Are members in good standing of the Fulcrum Publishing Society’s Board; or,
(iii) Are undergraduate or graduate students at the University of Ottawa And: (iv) Are not members of the executives of the student union of the University of Ottawa Students’ Union (UOSU) or the Graduate Students Association (GSAÉD).

6.02 Qualification. Every director shall be eighteen (18) or more years of age and no director shall have an undischarged bankruptcy or be a mentally incompetent person as determined by a medical professional. Every director at the time of his election and throughout his term in office shall be considered a member of the Corporation. No director shall be a member of an executive or a full-time employee of the University of Ottawa Students’ Union (UOSU) or the Graduate Students Association (GSAÉD) for the duration of their term. No director shall be a member of the Board of Administration of the UOSU or GSAED Council. No director shall be an employee of the Fulcrum, own or invest in a company contracted by the Fulcrum.

7.02 Members of the Board must be physically present at the place of the meeting for the transaction of business to occur. However, a director may be able to join meetings by video or telephone link, providing the unanimous consent of directors physically present at the meeting is obtained. The director not physically located at the place of the meeting must provide evidence of exceptional circumstance forcing their physical absence. Meetings of Directors may take place in-person or remotely, at the discretion of the Chair. Directors should be made aware of the location of the meeting at least two (2) weeks prior to the meeting date. If the meeting is to take place in-person, a director may be able to join meetings by video or telephone link, providing the unanimous consent of directors physically present at the meeting is obtained. If this director is approved by the physically present Board, they will contribute to the quorum. Additionally, if the meeting is to take place remotely, it should be held in such a manner that permits members and the public to join and participate in the remote meeting.

8.07 Director Portfolios. Each director will be responsible for a committee as found in Section three (3) of the Policy Manual. Each director will be a member of a committee as found in Section 4 of the Policy Manual.

General Bylaw 2

4.08. Ex-Officio Seats. The ratified Editor-in-Chief and one Editorial Board member selected
by the contributing staff (see section three (3) of the Constitution) hold ex-officio seats on the Board as defined by section 4.07 of this Bylaw. The UOSU student union of the University of Ottawa and the Graduate Students Association GSAED also hold ex-officio seats on the Board. At any time the Board may deem it necessary to create new ex-officio positions.

11.04 b) The failure of an audit review engagement; or

**Provisionary Pandemic Bylaw (Needs to be voted down)**

SECTION FOURTEEN COVID-19

14.01 In response to the exceptional circumstances posed by the 2019 novel coronavirus (COVID-19), the winter 2020 Annual Meeting of Members has been exceptionally postponed to the fall 2020 semester. A notice will be sent to the members of the Corporation by posting a notice to all of the social media accounts of the Corporation and by posting a notice on the website of the Corporation. Other than the date of the meeting, section 5 of Bylaw no. 1 will apply.

14.02 Exceptionally, the 2019/2020 directorships will be extended until the date of the postponed fall 2020 Annual Meeting of Members.

14.03 Exceptionally, the 2019/2020 officer positions will remain in place until the first meeting of the new board following the fall 2020 Annual Meeting of Members.

14.04 The members of the Board have agreed that meetings of directors (Board meetings) may be held entirely via video conference or conference call while this Bylaw section remains in effect. The members of the Board have agreed that the COVID-19 pandemic represents an exceptional circumstance preventing their physical presence at meetings of directors.

14.05 This Bylaw is written with the intention that it is to temporarily supersede any sections of the Bylaw that conflict with the contents of this section.

14.06 It was the intention of the Board while passing this provisional Bylaw amendment that the members will remove this Bylaw section at the next duly constituted Annual Meeting of Members in the fall 2020 semester.